

# Board Member's Conflict of Interest Policy

Controlled Document

The Activ Board places importance on making clear any existing or potential conflicts of interest.

## Protocol

1. A Board Member must declare any conflict of interest at the start of the Board meeting. The nature of this conflict of interest should be recorded in the meeting minutes.
2. A Board Member must bring to the notice of the Board if they are aware of any conflict of interest or potential conflict of interest of another Board member.
3. Where a conflict of interest or potential conflict of interest is identified the Board member concerned shall leave the room as soon as that item comes up for discussion, unless all other Board Members agree that the conflicted Board Member may remain. The conflicted Board member shall not vote on that issue, nor initiate or take part in any Board discussion on that topic unless expressly invited to do so by the Chairman on behalf of all other Board Members present.
4. Where a conflict of interest is identified, and the Board Member leaves the meeting, the Board Member may receive the minutes of the outcome of that item but not the details of the deliberations relating to the issue.
5. When the Chairman is aware of conflict of interest or potential conflict of interest the Chairman must take the necessary steps to ensure that the conflict is managed in an appropriate way in accordance with this policy.

## Examples of Conflict of Interest

1. When a Board member or immediate family or business interests stands to gain from any business dealings, programs or services of the organisation.
2. When a Board member offers a professional service to the organisation.
3. When a Board member stands to gain professionally or personally from any insider knowledge if that knowledge is used to personal advantage.
4. When a Board member has a role on the governing body of another organisation, where the activities of that body may be in direct conflict or competition with the activities of Activ.